

EXHIBIT A

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W.R. GRACE & CO., *et al.*¹)
Debtors) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
) Objection Deadline: January 6, 2005 at 4:00 p.m.

**SUMMARY APPLICATION OF WOODCOCK WASHBURN FOR COMPENSATION
FOR SERVICES AND REIMBURSEMENT OF EXPENSES AS SPECIAL LITIGATION COUNSEL TO W.R.
GRACE & CO., ET AL., FOR THE MONTHLY INTERIM PERIOD OF OCTOBER 1, 2004, THROUGH
OCTOBER 31, 2004, FOR THE QUARTERLY FEE PERIOD OF OCTOBER-DECEMBER 2004**

Name of Applicant: Woodcock Washburn LLP

Authorized to Provide Professional Services to: W. R. Grace & Co., et al., Debtors
and Debtors-in-Possession

Date of Retention: Retention Order entered January
22, 2003

Period for which compensation and
reimbursement is sought October 1, 2004, through October
31, 2004

Amount of Compensation sought as actual,
reasonable and necessary: \$ 169,846.00

Amount of Expense Reimbursement sought as
actual, reasonable and necessary: \$69,597.98

¹ The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circa Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cumings, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Applicant Woodcock Washburn LLP submits this application for fees and expenses for the month of October 2004. This is the 22ndt application for interim compensation for services that has been filed with the Bankruptcy Court by Woodcock, and the first application for services in the October - December 2004 quarter. The following applications have been filed previously with the Court:

Period Covered	Date Filed	Requested Fees	Requested Disbursements
1/1 - 1/31/03	June 9, 2003	\$11,423.35	\$184.10
2/1 - 2/28/03	June 9, 2003	29,216.00	684.22
3/1 - 3/31/03	June 9, 2003	14,351.00	647.43
4/1 - 4/30/03	June 3, 2003	14,268.50	244.41
5/1 - 5/31/03	July 11, 2003	20,293.50	703.19
6/1 - 6/30/03	August 1, 2003	24,087.00	2,822.23
7/1 - 7/31/03	September 18, 2003	14,157.50	1,834.84
8/1/ - 8/31/03	October 17, 2003	5,120.00	2,346.40
9/1 - 9/30/03	November 6, 2003	18,536.00	2,143.81
10/1 - 10/31/03	December 16, 2003	26,622.50	7,747.17
11/1 - 11/30/03	January 23, 2004	46,329.50	22.29
12/1 - 12/31/03	February 11, 2004	60,218.00	13,537.76
1/1 - 1/31/04	March 29, 2004	117,384.00	34,007.41
2/1 - 2/29/04	April 13, 2004	66,216.00	16,476.09
3/1 - 3/31/04	April 27, 2004	96,991.00	8,235.63
4/1 - 4/30/04	June 16, 2004	111,132.00	14,316.26
5/1 - 5/31/04	July 19, 2004	104,787.00	14,642.22
6/1 - 6/30/04	July 29, 2004	117,125.00	8,779.51
7/1 - 7/31/04	September 17, 2004	85,802.00	10,905.33
8/1 - 8/31/04	October 22, 2004	102,078.00	9,582.05
9/1 - 9/30/04	November 9, 2004	156,479.00	32,088.05
TOTAL		\$1,197,458.35	\$181,950.39

All fees and expenses for which compensation is sought in the current application were rendered by Applicant in connection with the specific matter for which it was retained as special litigation counsel: Representation of Debtor as intervening defendant in *David B. Bartholic and Intercat, Inc. v. Nol-Tec Systems, Inc. and W.R. Grace & Co.-Conn.*, civil action 03-CV-4886 (RHK/AJB), pending in the United States District Court for the District of Minnesota. Except for the fees specifically identified in the attached detail as "Fee

Application, Applicant" (totaling \$460.00) and "Travel Time" (totaling \$3,854.00), all fees for which application is made were in the category "Litigation and Litigation Consulting" in the Intercat case.

The attorneys of Applicant who rendered professional services in this case during the Fee Period are:

Name of Professional	Position with the Applicant	Year Admitted to Bar	Department	Hourly Billing Rate	Total Billed Hours	Total Fees Generated
Gary H. Levin	Partner	1976	IP Litigation	\$460.00	25.6	\$11,776.00
David R. Bailey	Partner	1990	IP Litigation	\$380.00	156.7	\$59,546.00
Chad E. Ziegler	Associate	1997	IP Litigation	\$290.00	109.4	\$31,726.00
Frank T. Carroll	Associate	1998	IP Litigation	\$270.00	52.4	\$14,148.00
Karen Whitney	Associate	2001	IP Litigation	\$210.00	92.2	\$19,362.00
Eric J. Schaal	Associate	2004	IP Litigation	\$195.00	6.6	\$1,287.00
Larry Labella	Paralegal	-	IP Litigation	\$130.00	97.0	\$12,610.00
Paul Perdue	Graphics	-	IP Litigation	\$110.0	82.6	\$9,086.00
Suzanne Wallace	Paralegal	-	IP Litigation	\$ 90.00	114.5	\$10,260.00

Total Fees: \$169,846.00

Blended Rate: \$ 230.46

WHEREFORE, Applicant respectfully requests (a) that an allowance be made to it, as fully described above for (i) 80% of the amount of \$169,846.00 for reasonable and necessary professional services Applicant has rendered to the Debtors during the Fee Period (\$ 135,876.80) and (ii) 100% of the reimbursement of actual and necessary costs and expenses incurred by applicant during the Fee Period (\$69,597.98); and (b) that both fees and expenses are payable as administrative expenses of the Debtors' estates.

Respectfully submitted

Gary H. Levin
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Dated: December 16, 2004

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

In re:) Chapter 11
W.R. GRACE & CO., et al.²)
) Case No. 01-01139 (JKF)
) (Jointly Administered)
)
Debtors)

**FEE DETAIL FOR WOODCOCK WASHBURN'S MONTHLY FEE APPLICATION
FOR THE PERIOD OCTOBER 1, 2004 THROUGH OCTOBER 31, 2004**

² The Debtors consist of the following 62 entities: W.R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W.R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GBC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-g II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Taron Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W.R. Grace Capital Corporation, W.R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc.), Grace JVH, Inc., Asbestos Management, Inc., Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing System, Inc. (f/k/a Environmental Liability Management, Inc.), E&C Liquidating Corp., Emerson & Cuming, Inc., Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

Intercat v. Nol-Tec
Civil Action No.: 0:03CV4886
United States District Court
District of Minnesota

10/01/2004	GHL	Work on Grace's comments on Intercat's technical tutorial;	0.50
10/01/2004	FTC	Met with potential expert witness.	5.50
10/01/2004	KMW	Preparation for meeting w/prior art expert; meeting w/DRB, expert and meeting in our files with expert.	6.00
10/01/2004	KMW	Preparation of comments to Intercat's tutorial and filing of the same;	3.50
10/01/2004	KMW	Preparation for Marathon Ashland Refinery Depositions.	0.50
10/01/2004	SW	Review and analyze documents in preparation of witness file for R. Lippert	4.50
10/01/2004	DRB	Meeting with potential validity expert	3.00
10/01/2004	DRB	Advice to Grace concerning new multi-loaders equipment	1.00
10/01/2004	DRB	Preparation of Grace's objections to Intercat's technical tutorial	2.90
10/01/2004	DRB	Preparation for upcoming depositions of 3rd-party refiners.	0.60
10/01/2004	CEZ	Took deposition of CHS refinery.	7.40
10/02/2004	CEZ	Travel from CHS deposition; billed 6 hours half time	3.00
10/02/2004	SW	Review and analyze documents in preparation of witness file for R. Lippert	1.00
10/03/2004	SW	Review and analyze documents in preparation of witness file for R. Lippert	2.00
10/04/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert; Review and organization of documents for preparation of Marathon Detroit Refinery deposition.	6.50
10/04/2004	DRB	Telephone conference with liability expert regarding Markman hearing	0.70
10/04/2004	DRB	Preparation of Markman presentation	1.00
10/04/2004	DRB	Preparation of summary of refinery depositions	2.00
10/04/2004	DRB	Preparation of documents for production; analysis of recently discovered documents supplied by Grace	2.50
10/04/2004	DRB	Analysis of Intercat's opposition to Grace's technical tutorial	0.50
10/04/2004	KMW	Review of Grace's documents for document production.	5.90

10/04/2004	KMW	Preparation for Marathon Ashland Refinery depositions and serving subpoenas in support thereof.	0.80
10/04/2004	FTC	Document review.	2.80
10/04/2004	LL	Assisted in the preparation of ECF e-mails to be put into document software program; searched for various documents to send via e-mail; took part in a conference call with Uniscribe Copy Service for production documents; searched for documents regarding Montana Detroit witness file	2.00
10/04/2004	CEZ	Reviewed damages-related documents produced by Intercat.	4.10
10/04/2004	CEZ	Reviewed documents for production.	1.00
10/04/2004	EJS	Printed out cases and placed in binder. Began review.	0.50
10/05/2004	EJS	Prepared case analysis.	3.40
10/05/2004	CEZ	Meeting to prepare claim construction hearing.	1.00
10/05/2004	CEZ	Reviewed Intercat's comments on the Grace Tutorial.	1.00
10/05/2004	LL	Attended to and assisted in the preparation of binders of refinery depositions for damages expert; prepared witness file for Marathon Detroit Refinery; prepared production files of new documents; reviewed documents for production	4.00
10/05/2004	KMW	Analysis of Grace's documents for production.	0.60
10/05/2004	KMW	Analysis of document requests and responding to Intercat's inquiries.	0.50
10/05/2004	DRB	Preparation of Markman claim construction presentation	6.00
10/05/2004	DRB	Preparation of documents for refinery deposition	1.00
10/05/2004	DRB	Analysis of Intercat's technical tutorial objections	0.80
10/05/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert; Review and organization of documents for preparation of Marathon Detroit Refinery deposition.	8.00
10/06/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert	5.00
10/06/2004	DRB	Preparation of Markman presentation	3.00
10/06/2004	DRB	Preparation for Marathon Oil deposition	5.00
10/06/2004	DRB	Travel to Marathon deposition in Findlay, Ohio (4 hours billed half time)	2.00
10/06/2004	KMW	Analysis of Plaintiff's comments to Defendants' Tutorial.	0.50
10/06/2004	FTC	Review of document for production.	1.30

10/06/2004	LL	Attended to and assisted in the preparation of binders to send to our damages expert; updated witness file for Marathon Detroit Refinery; reviewed documents for production; updated production logs; prepared new production files	4.50
10/06/2004	CEZ	Developed claim construction presentation slides.	5.50
10/07/2004	LL	Attended to and assisted in the preparation of binders to send to Teitman; updated production logs and indexed new documents; prepared new production files	2.00
10/07/2004	KMW	Analysis of plaintiff's pending document requests and conference w/AFJ regarding the same.	0.50
10/07/2004	KMW	Analysis of Grace's documents for document production.	0.70
10/07/2004	KMW	Preparation of Power Point for Markman Hearing.	0.90
10/07/2004	DRB	Preparation for and taking/defending deposition of Marathon Oil	7.50
10/07/2004	DRB	Travel from Marathon Oil deposition to Philadelphia (5.6 hours, billed half time).	2.80
10/07/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert	3.00
10/08/2004	DRB	Preparation of Markman presentation	5.50
10/08/2004	DRB	Legal research regarding claim construction case law	1.50
10/08/2004	KMW	Review of Grace's documents and production thereof.	0.50
10/08/2004	KMW	Analysis of 236 patent in support of Markman hearing.	0.70
10/08/2004	FTC	Review of documents for production.	1.00
10/08/2004	LL	Attended to and assisted in the preparation of the Lippert witness file; reviewed new documents for production and sent to Arnold; prepared documents to send to Whittier	4.00
10/08/2004	CEZ	Teleconference with T. Wimbiscus regarding extant depositions.	0.70
10/08/2004	CEZ	Prepared slides for claim construction hearing.	3.30
10/08/2004	CEZ	Reviewed damages documents produced by Intercat.	2.10
10/10/2004	PSP	Markman presentation graphics	1.00
10/11/2004	CEZ	Meeting with team regarding claim construction hearing; prepared visual aid materials for claim construction hearing.	4.20
10/11/2004	CEZ	Reviewed financial documents produced by Intercat.	2.60
10/11/2004	CEZ	Teleconference with damage consultant regarding Intercat document production.	0.30

10/11/2004	CEZ	Prepared memorandum regarding outstanding deposition discovery.	0.50
10/11/2004	LL	Attended to and assisted in the preparation of a witness file for Marathon Ashland Refinery	1.50
10/11/2004	GHL	Meeting with members of trial team to work on graphics for markman hearing and strategy for presentation of claim construction position;	1.50
10/11/2004	FTC	Reviewed prior art references in preparation for telecon with potential expert witness; held telecon and discussed said references.	1.60
10/11/2004	FTC	Review of documents for production.	3.50
10/11/2004	DRB	Preparation of Markman hearing presentation	5.50
10/11/2004	DRB	Team meeting to develop strategy for Markman hearing	1.20
10/11/2004	DRB	Summary of MAP Detroit deposition notes	0.80
10/12/2004	DRB	Preparation of Markman hearing preparation	7.00
10/12/2004	KMW	Analysis of documents in preparation for MAP -Texas City deposition.	0.20
10/12/2004	KMW	Analysis of 236 patent in support of Markman Hearing.	1.50
10/12/2004	KMW	Analysis of Intercat documents.	0.70
10/12/2004	FTC	Reviewed and considered the significance of Intercat documents relating to additive retention.	0.90
10/12/2004	FTC	Review of documents for production.	2.60
10/12/2004	LL	Attended to and assisted in the preparation of a witness file for Marathon Ashland Refinery; prepared documents to federal express to Scott Whittier	2.50
10/12/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert; Review and organization of documents for preparation of Marathon-Ashland Refinery deposition.	7.00
10/12/2004	CEZ	Reviewed claim construction briefing in preparation for claim construction hearing.	4.20
10/13/2004	CEZ	Preparation for MAP deposition.	7.60
10/13/2004	LL	Attended to and assisted in the preparation of a witness file for Marathon Ashland Refinery and Lippert; scanned in various documents to send to team and downloaded into a zip file for client.	5.00
10/13/2004	FTC	Reviewed deposition of John Haley.	2.80

10/13/2004	FTC	Held telecon with expert witness (Paul Solt); reviewed prior art references in preparation for said telecon.	1.00
10/13/2004	GHL	Work on presentation for Markman hearing;	0.80
10/13/2004	KMW	Analysis of Intercat documents in support of Lippert deposition.	2.00
10/13/2004	KMW	Analysis of discovery requests and Grace documents in response to inquiries by Intercat and in support of preparation of responses to document requests nos. 11 & 12.	2.50
10/13/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert; Review and organization of documents for preparation of Marathon-Ashland Refinery deposition.	7.50
10/13/2004	DRB	Preparation of Markman presentation	7.10
10/13/2004	DRB	Coordination of deposition schedules and discovery document production	0.90
10/14/2004	DRB	Preparation of Markman presentation slides.	7.00
10/14/2004	DRB	Advice to AWC and ClemTex regarding responding to subpoenas - help produce documents	1.00
10/14/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert	6.00
10/14/2004	KMW	Analysis of documents in preparation of Lippert deposition.	0.70
10/14/2004	KMW	Analysis of Grace documents in support of loaders/prior art analysis.	2.00
10/14/2004	KMW	Analysis of financial documents; teleconference w/financial expert regarding the same; coordination of documents to financial expert.	2.00
10/14/2004	KMW	Analysis of Grace documents for production; analysis of discovery requests and preparation of strategy for proceeding.	1.20
10/14/2004	FTC	Analyzed deposition testimony of John Haley.	1.10
10/14/2004	LL	Attended to and assisted in the preparation of a witness file for Lippert; performed a document search for Bailey; prepared documents for financial experts at Parente; prepared documents for Ziegler regarding various agreement; scanned in various documents to send to team and downloaded into a zip file for client.	5.00
10/14/2004	CEZ	Preparation for MAP deposition; participated in deposition.	6.50
10/14/2004	CEZ	Travel from MAD deposition, 4 hours billed half time.	2.00
10/14/2004	PSP	Markman presentation graphics	1.20
10/15/2004	PSP	Markman presentation to litigation management software.	0.70

10/15/2004	CEZ	Met with P. Perdue to discuss claim construction presentation; prepared graphics for meeting.	4.40
10/15/2004	LL	Attended to and assisted in the preparation of documents for financial experts at Parente; prepared witness file for Lippert; scanned in various documents for Bailey	2.00
10/15/2004	FTC	Analyzed and drafted written summary of the deposition of John Haley.	2.70
10/15/2004	KMW	Analysis of Grace's documents for production.	2.50
10/15/2004	KMW	Analysis of 236 patent and preparation of slides for Markman hearing.	2.20
10/15/2004	KMW	Preparation of responses to document request nos. 11 & 12.	1.30
10/15/2004	KMW	Analysis of documents in support of Lippert deposition and strategy for the same.	0.60
10/15/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert	7.00
10/15/2004	DRB	Preparation of Markman hearing presentation	6.20
10/15/2004	DRB	Coordination of third party discovery	0.60
10/15/2004	DRB	Advice to third party to produce relevant documents quickly and prepare for deposition (obtain information).	0.70
10/15/2004	DRB	Preparation of documents for production	0.50
10/16/2004	LL	Attended to and assisted in the preparation of documents regarding a three page list of documents needed by Ziegler which included trial agreements, lease agreements, etc.	5.00
10/18/2004	LL	Attended to and assisted in the preparation of witness files; prepared documents for damages expert at Parente and files to Whitney; updated production logs; scanned in documents for team and downloaded files to zip for client; prepared new files of production documents	4.00
10/18/2004	FTC	Reviewed manuals relating to Clemtex loaders.	0.60
10/18/2004	FTC	Review of status of discovery responses and loader documents to be produced.	1.50
10/18/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert; Review and organization of Grace and Intercat documents per K. Whitney's request	7.00
10/18/2004	KMW	Telephonic conference w/client regarding fact-finding for loaders.	0.50
10/18/2004	KMW	Analysis of Grace documents for production.	3.00

10/18/2004	KMW	Analysis of Intercat's 11th and 12th discovery requests and preparation of responses thereto.	2.20
10/18/2004	CEZ	Teleconference with M. Privratsky to discuss outstanding discovery.	0.70
10/18/2004	CEZ	Review of references in prior art.	1.00
10/18/2004	DRB	Preparation of Markman presentation	6.80
10/18/2004	DRB	Coordination with third parties for responding to subpoenas	0.80
10/18/2004	DRB	Coordination of Grace depositions	0.40
10/19/2004	DRB	Preparation of responses to discovery requests	0.70
10/19/2004	DRB	Coordination of deposition scheduling.	0.70
10/19/2004	DRB	Preparation of Markman hearing presentation and telephone conference with Court regarding same	6.30
10/19/2004	CEZ	Telephone discussion Clemtex representatives regarding loaders.	1.00
10/19/2004	KMW	Fact-finding related to loaders; telephonic conference w/loader manufacturers.	3.00
10/19/2004	KMW	Analysis of Intercat's document production and identification of deficiencies.	0.50
10/19/2004	KMW	Preparation of responses to document requests.	1.00
10/19/2004	KMW	Analysis of 236 patent and preparation of presentation for Markman hearing.	1.00
10/19/2004	CEZ	Finalized review of Intercat financial documents; drafted letter to Intercat regarding production deficiencies.	5.40
10/19/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert	5.00
10/19/2004	FTC	Reviewed and summarized Martin Evans deposition testimony of Aug. 26 and 27, 2004.	5.20
10/19/2004	LL	Attended to and assisted in the preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio; prepared documents for damages expert at Parente; document search through Intercat production for various letters	5.00
10/19/2004	GHL	Review of operation analysis of multiloader and consideration of infringement issues pertaining to same;	1.50
10/20/2004	GHL	Fee Application, Applicant -- Preparation of fee petition for August 2004	0.80

10/20/2004	LL	Attended to and assisted in the preparation of witness files for Wynnewood Refinery, Petti, Parva, Tang, Jordan, Davey and Maggio; document review for production to Arnold; prepared documents for damages expert at Parente; scanned in various documents for team and downloaded into zip files for client	7.00
10/20/2004	FTC	Telecon with Nel-Tec counsel to discuss prior art.	0.10
10/20/2004	FTC	Reviewed, summarized, and cataloged loader documents.	2.50
10/20/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert	7.00
10/20/2004	KMW	Preparation and submission of response to Intercat's document request #11.	0.60
10/20/2004	KMW	Analysis of Clemtex loaders, fact-finding regarding the same.	2.00
10/20/2004	KMW	Analysis of Grace documents for production.	3.00
10/20/2004	KMW	Status and strategy meeting w/DRB & CEZ.	1.00
10/20/2004	KMW	Preparation of background and analysis of 236 patent for Markman hearing.	0.50
10/20/2004	CEZ	Confer with Intercat counsel regarding document production; preparation for same.	1.40
10/20/2004	CEZ	Reviewed briefing and exhibits on claim construction.	2.10
10/20/2004	DRB	Preparation of Markman hearing materials	5.60
10/20/2004	DRB	Telephone conference with Nol-Tec's counsel, coordination of trial events discovery and pre-trial events.	0.70
10/20/2004	DRB	Preparation for Rule 30(b)(6) depositions	0.70
10/20/2004	PSP	Markman presentation graphics	4.00
10/21/2004	PSP	Markman presentation graphics	7.00
10/21/2004	DRB	Preparation of Markman presentation	5.90
10/21/2004	DRB	Coordination of Rule 30(b)(6) deposition and other deposition schedules and preparation of materials	1.00
10/21/2004	CEZ	Reviewed briefing and exhibits on claim construction.	1.20
10/21/2004	CEZ	Met with P. Perdue to discuss claim construction presentation.	0.80
10/21/2004	KMW	Analysis of Grace documents for production.	2.00
10/21/2004	KMW	Strategy meeting w/GHL, DRB, & CEZ regarding Markman.	2.00
10/21/2004	KMW	Discovery strategy conference.	1.50

10/21/2004	KMW	Preparation of slides and analysis of 236 patent in support of Markman hearing.	2.00
10/21/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert	7.00
10/21/2004	FTC	Reviewed, summarized, and cataloged loader documents.	2.60
10/21/2004	FTC	Held telecon with expert witness regarding prior art;	0.40
10/21/2004	FTC	Reviewed reference materials relating to controllers for batch loaders.	0.30
10/21/2004	LL	Attended to and assisted in the preparation of witness files for Wynnewood Refinery, Petti, Parva, Tang, Jordan, Davey and Maggio; document review for production to Arnold; prepared documents for damages expert at Parente	7.50
10/21/2004	GHL	Meeting with members of team and work on graphics, PowerPoint presentation, strategy and outline for scheduled Markman hearing;	2.50
10/22/2004	LL	Attended to and assisted in the preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio; review for production to Arnold	4.50
10/22/2004	FTC	Prepared for and held telecon with J. Grell of Rice Lake Weighing systems; drafted summary of said telecon.	1.80
10/22/2004	SW	Chronological organization of flagged documents in preparation of witness file for R. Lippert	7.00
10/22/2004	KMW	Analysis of documents in preparation for Lippert deposition.	0.80
10/22/2004	KMW	Preparation of slides in support of Markman hearing.	2.50
10/22/2004	KMW	Analysis of prior art and fact-finding in support of invalidity.	3.30
10/22/2004	DRB	Preparation of Markman hearing presentation	6.00
10/22/2004	DRB	Coordination of third party discovery	0.80
10/22/2004	DRB	Letter to Judge Kyle concerning Markman hearing	0.60
10/22/2004	PSP	Markman presentation graphics	4.50
10/23/2004	PSP	Markman presentation graphics	3.00
10/23/2004	LL	Attended to and assisted in the preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio	4.00
10/23/2004	GHL	Fee Application, Applicant -- preparation of invoice and fee petition for September 2004	1.00
10/24/2004	LL	Attended to and assisted in the preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio	2.00

10/24/2004	PSP	Markman presentation graphics	4.70
10/25/2004	PSP	Markman presentation graphics	7.00
10/25/2004	CEZ	Reviewed materials in preparation for AWC and Clemtex depositions.	3.40
10/25/2004	LL	Attended to and assisted in the preparation of witness files for Clemtex, Petti, Parva, Tang, Jordan, Davey and Maggio for upcoming depositions	4.50
10/25/2004	FTC	Document review.	2.30
10/25/2004	FTC	Reviewed and considered Plaintiff's prior art statement.	0.90
10/25/2004	KMW	Analysis of prior art and fact-finding of the same.	3.30
10/25/2004	KMW	Analysis of Grace documents in support of financial 30(b)(6) deposition by Intercat.	3.00
10/25/2004	SW	Review and analyze Grace documents in preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio.	3.50
10/25/2004	DRB	Preparation of Markman presentation	6.00
10/25/2004	DRB	Coordination with Court and Intercat regarding Markman hearing schedule	0.50
10/26/2004	DRB	Preparation of Markman hearing presentation	3.50
10/26/2004	DRB	Strategy for discovery - deposition scheduling and written discovery responses	1.00
10/26/2004	DRB	Coordination of third party refinery discovery	0.50
10/26/2004	SW	Review, analyze, and flag Grace documents in preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio.; Review and organization of documents for preparation of various Refinery deps.	6.50
10/26/2004	FTC	Reviewed and considered Plaintiff's prior art statement.	0.90
10/26/2004	KMW	Discovery strategy, preparation of supplemental interrogatory responses.	1.50
10/26/2004	KMW	Strategy meeting for Markman hearing w/GHL, DRB, CEZ.	2.00
10/26/2004	KMW	Analysis of 236 patent and prosecution history in preparation of slides in support of Markman hearing.	1.20
10/26/2004	KMW	Analysis of prior art in support of invalidity position.	0.50
10/26/2004	KMW	Review of Grace documents for document production.	0.30

10/26/2004	LL	Attended to and assisted in the preparation of witness files for Clemtex, AWC, Petti, Parva, Tang, Jordan, Davey and Maggio for upcoming depositions; updated the Wynnewood witness file; produced new CLemtex documents to fax and over night to Arnold; prepared documents for Perdue to use for Markman	5.50
10/26/2004	GHL	Work on graphics and argument for Markman hearing	2.50
10/26/2004	CEZ	Reviewed materials in preparation for AWC and Clemtex depositions.	7.40
10/26/2004	PSP	Markman presentation graphics	6.50
10/27/2004	PSP	Markman presentation graphics	8.00
10/27/2004	CEZ	Reviewed materials in preparation for AWC and Clemtex depositions; met with B. Bennet in preparation for Clemtex deposition.	8.00
10/27/2004	GHL	Preparation for scheduled Markman hearing, review of parties' claim construction briefs, development of graphics for presentation at hearing, development of outline for presentation;	4.00
10/27/2004	LL	Attended to and assisted in the preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio for upcoming depositions; document review for financials; prepared deposition files; updated logs of new production; prepared files for our new production	6.00
10/27/2004	KMW	Preparation of slides in support of Markman hearing.	1.10
10/27/2004	KMW	Preparation of responses to 12th set of document requests and updated interrogatories, submission of the same.	0.90
10/27/2004	KMW	Meeting with Grace's 30(b)(6) deponent to prepare for his deposition.	2.50
10/27/2004	SW	Review, analyze, and flag Grace documents in preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio.	7.00
10/27/2004	DRB	Preparation of Markman hearing presentation	3.50
10/27/2004	DRB	Analysis of Regis Lippert documents	1.50
10/27/2004	DRB	Develop strategy for third party refinery depositions	0.50
10/27/2004	DRB	Preparation for defending Rule 30(b)(6) regarding financials - telephone conference with Alfred Jordan	1.80
10/28/2004	DRB	Preparation of Markman presentation	5.90
10/28/2004	DRB	Assistance and coordination of 3rd-party refinery discovery;	0.80
10/28/2004	DRB	Review Witness files for Grace employees	0.50

10/28/2004	KMW	Preparation of slides in support of Markman hearing.	0.50
10/28/2004	KMW	Fact-finding in support of AWC & Clemtex deposition.	0.50
10/28/2004	FTC	Reviewed Plaintiff's prior art statement, and prior art references described; analyzed Plaintiff's characterization of the prior art references.	3.70
10/28/2004	FTC	Reviewed deposition testimony of Dana Leach.	1.60
10/28/2004	FTC	Prepared visual aids for Markman hearing.	1.20
10/28/2004	LL	Attended to and assisted in the preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio for upcoming depositions; prepared deposition binders	3.00
10/28/2004	GHL	Work on argument for Markman presentation and associated graphics; review of transcript of deposition of Intercat inventor and expert witness Bartholic in preparation for neccessity of possible cross-examination at Markman hearing.	6.50
10/28/2004	CEZ	Reviewed materials in preparation for AWC and Clemtex depositions; participated in AWC and Clemtex depositions.	7.00
10/28/2004	CEZ	Travel from Houston (Clemtex deposition) 4 hours billed at half.	2.00
10/28/2004	PSP	Markman presentation graphics	10.00
10/28/2004	EJS	Legal research on inventor as expert. Reported results/findings.	2.70
10/29/2004	PSP	Markman presentation graphics	11.50
10/29/2004	CEZ	Prepared slides and reviewed animation and slides for use during claim construction hearing; met with D. Bailey and G. Levin to review slides and discuss hearing.	6.60
10/29/2004	GHL	Work on graphics and PowerPoint presentation for scheduled Markman hearing;	2.00
10/29/2004	LL	Attended to and assisted in the preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio for upcoming depositions	1.50
10/29/2004	KMW	Preparation of slides in support of Markman hearing.	1.50
10/29/2004	DRB	Preparation of Markman hearing presentation	1.50
10/29/2004	SW	Review, analyze, and flag Grace documents in preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio.	7.00
10/30/2004	DRB	Markman preparation	2.90
10/30/2004	DRB	Deposition preparation for Grace and Intercat depositions in November ; document preparation for the deposition.	1.50

10/30/2004	LL	Attended to and assisted in the preparation of witness files for Petti, Parva, Tang, Jordan, Davey and Maggio for upcoming depositions	5.00
10/30/2004	GHL	Work on graphics and PowerPoint presentation and argument outline for scheduled Markman hearing;	2.00
10/30/2004	PSP	Markman presentation graphics	5.50
10/31/2004	PSP	Markman presentation graphics	8.00

SERVICES	\$	169,846.00
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GHL	GARY H. LEVIN	25.60	hours at \$	460.00
DRB	DAVID R. BAILEY	156.70	hours at \$	380.00
CEZ	CHAD E. ZIEGLER	109.40	hours at \$	290.00
FTC	FRANK T. CARROLL	52.40	hours at \$	270.00
KMW	KAREN MILLANE WHITNEY	92.20	hours at \$	210.00
LL	LARRY LABELLA	97.00	hours at \$	130.00
PSP	PAUL S. PERDUE	82.60	hours at \$	110.00
EJS	ERIC J. SCHAAAL	6.60	hours at \$	195.00
SW	SUZANNE WALLACE	114.50	hours at \$	90.00

DISBURSEMENTS:

PATENT COPIES	33.00
ASSOCIATE SERVICES	2,202.50
FACSIMILE	72.50
WITNESS/EXPERT FEES	40,699.80
COURT REPORTERS	7,165.99
POSTAGE & DELIVERY	507.34
PHOTOCOPYING	13,219.85
COMPUTER SEARCH	336.63
TRAVEL & EXPENSES	5,360.37

DISBURSEMENT TOTAL	\$ 69,597.98
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SERVICE TOTAL	\$ 169,846.00
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INVOICE TOTAL	\$ 239,443.98
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9/30-10/02/04 Travel and Expense: Vendor Chad Ziegler

Transportation: Purpose of trip: Refinery deposition in Billings, MT

9/30/04 USAir flight 587

Philadelphia, PA to Denver, CO

USAir flight 7109

Denver, CO to Billings, MT

10/02/04 USAir Flight 7111

Billings, MT to Denver, CO

US Air flight 6268

Denver, CO to Philadelphia, PA \$ 894.39

Lodging Springhill Suites (9/21/04-9/22/04) \$ 421.05

Car Rental Enterprise Rent-A-Car \$ 59.93

Parking: \$ 51.00

Meals: \$ 40.08

TOTAL EXPENSE: \$1,494.99

10/06-10/07/04 **Travel and Expense: Vendor David Bailey**

Transportation: Purpose of trip: Marathon deposition in Findlay, OH

10/06/04 USAir flight 3098
 Philadelphia, PA to Columbus, OH

10/07/04 USAir Flight 2273
 Columbus, OH to Philadelphia, PA \$ 914.98

Lodging \$ 85.69

Car Rental \$ 117.30

Parking: \$ 70.00

Meals: \$ 76.71

Miles: 50 miles @ .325 \$ 16.25

TOTAL EXPENSE: \$1,280.93

10/13-10/14/04 **Travel and Expense: Vendor Chad Ziegler**
Transportation: Purpose of trip: Refinery deposition in Findlay, OH
10/13/04 USAir flight 2622
 Philadelphia, PA to Detroit, MI
10/14/04 USAir Flight 3032
 Detroit, MI to Philadelphia, PA \$ 987.40
Lodging \$ 118.82
Car Rental \$ 209.92
Parking: \$ 52.00
Tips: \$ 19.02

TOTAL EXPENSE: \$1,387.16

10/26-10/28/04 Travel and Expense: Vendor Chad Ziegler
Transportation: Purpose of trip: Refinery deposition in Houston, TX
10/26/04 Continental flight 1864
 Philadelphia, PA to Houston, TX
10/28/04 Continental Flight 1776
 Houston, TX to Philadelphia, PA \$ 583.20
Lodging \$ 326.11
Car Rental \$ 197.36
Parking: \$ 69.00
Meals: \$ 21.62

TOTAL EXPENSE: \$1,197.29